

1 KEKER & VAN NEST, LLP  
ROSE DARLING - #169825  
2 CHRISTA M. ANDERSON - #184325  
DANIEL JACKSON - #216091  
3 ROSE DARLING - #243893  
710 Sansome Street  
4 San Francisco, CA 94111-1704  
Telephone: (415) 391-5400  
5 Facsimile: (415) 397-7188

6 Attorneys for Defendants  
THE GAP, INC., a/k/a, GAP, INC., GAP INTERNATIONAL  
7 SALES, INC., BANANA REPUBLIC, LLC, and OLD NAVY,  
LLC  
8

9 UNITED STATES DISTRICT COURT  
10 NORTHERN DISTRICT OF CALIFORNIA  
11 SAN FRANCISCO DIVISION  
12

13 ROOTS READY MADE GARMENTS CO.  
W.L.L.,

14 Plaintiff,

15 v.

16 THE GAP, INC., a/k/a, GAP, INC., GAP  
17 INTERNATIONAL SALES, INC., BANANA  
REPUBLIC, LLC, AND OLD NAVY, LLC

18 Defendants.  
19

No. C 07-03363 CRB

**DECLARATION OF ROSE DARLING IN  
SUPPORT OF MISCELLANEOUS  
ADMINISTRATIVE REQUEST TO FILE  
DOCUMENT UNDER SEAL**

Date: October 19, 2007

Time: 10:00 a.m.

Dept: 8

Judge: Honorable Charles R. Breyer

1 I, ROSE DARLING, declare and say that:

2 1. I am an attorney licensed to practice law in the State of California and before this  
3 Court and am an associate at Kecker & Van Nest, LLP, counsel for defendants The Gap, Inc.,  
4 a/k/a, Gap, Inc., Gap International Sales, Inc., Banana Republic, LLC, and Old Navy, LLC  
5 (collectively "Gap").

6 2. I have knowledge of the facts set forth herein, and if called to testify as a witness  
7 thereto, could do so competently under oath.

8 3. I make this declaration pursuant to Civil Local Rule 79-5(c) with respect to  
9 documents that Gap has requested to file under seal in the Miscellaneous Administrative  
10 Request, which addresses the unredacted version of the Reply Brief in Support of Gap's  
11 Motion for Protective Order ("Gap's Unredacted Reply") and [Sealed] **Exhibits B** and **C** to  
12 the accompanying Declaration of Daralyn J. Durie ("Durie Decl.")

13 4. [Sealed] Exhibit B contains non-public information that has been designated  
14 "Confidential" by Gap pursuant to the parties' stipulated Protective Order. [Sealed] Exhibit B  
15 consists of excerpts from the confidential transcript of the deposition of Amin El Sokary,  
16 dated September 12, 2007, taken in the *Gabana v. Gap* matter. Mr. Sokary's confidential  
17 transcript reflects non-public information relating to Gap's business dealings with retailers and  
18 distributors in the Middle East.

19 5. As Ron Young explained in the declaration he filed on May 7, 2007 in support of  
20 Gap's motion for an order upholding its confidentiality designations (see docket no. 61), Gap  
21 makes reasonable efforts to keep its commercial information confidential and expects its  
22 distributors to do so as well. Public dissemination of such information would be harmful to  
23 Gap. If competitors are able to access information about how Gap has conducted its business  
24 in the past and plans to do so in the future, Gap will be competitively disadvantaged. For  
25 example, Gap negotiates its contracts with third parties, including distributors, on a case-by-  
26 case basis and the terms of those deals are determined by myriad individual factors. Gap's  
27 ability to negotiate these terms are hampered if third parties are provided access to the terms  
28 under which Gap has done business with other parties in the past, as they will be able to use

1 those facts in negotiating with Gap to Gap's disadvantage by arguing that they should receive  
2 the same terms or better. A public record of Gap's communications with its distributors  
3 relating to the terms of prior agreements would harm Gap in its ability to negotiate with  
4 potential distributors going forward. See Declaration of Ron Young (docket no. 61) ¶ 4.

5 6. Gap's Unredacted Reply contains several references that cover information  
6 contained in [Sealed] Exhibit B.

7 7. [Sealed] Exhibit C consists of excerpts from the transcript of the deposition of  
8 Amin El Sokary, dated September 12, 2007, purportedly taken by Roots in the *Roots v. Gap*  
9 matter. Roots designated Mr. El Sokary's deposition transcript "Confidential" pursuant to the  
10 protective order in this case.

11 8. For the foregoing reasons, Exhibits B and C to the Durie Declaration and the  
12 Unredacted Reply Brief should be filed under seal.

13  
14 I declare under penalty of perjury under the laws of the State of California that the  
15 foregoing is true and correct, and that this Declaration was executed on October 3, 2007 at San  
16 Francisco, California.

17  
18 /s/ Rose Darling  
19 ROSE DARLING  
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